

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE 2014 AVON PRODUCTS, INC.
ERISA LITIGATION

14 Civ. 10083 (LGS)

**PLAINTIFFS' UNOPPOSED MOTION FOR FINAL APPROVAL OF
CLASS ACTION SETTLEMENT, CERTIFICATION OF SETTLEMENT CLASS
AND APPROVAL OF PLAN OF ALLOCATION**

Pursuant to Rule 23(e) of the Federal Rules of Civil Procedure, Plaintiffs¹ Kay E. Comstock, Mark Jacobs, Kathleen A. McCoy, Frank Pacific, George Poovathur and Katherine C. Walker (“Named Plaintiffs”) respectfully file this unopposed² motion for an Order entering the Order and Final Judgment negotiated by the Parties to settle Named Plaintiffs’ and the Settlement Class’s claims against Defendants. The [Proposed] Order and Final Judgment is attached hereto.³

Among other things, the Order and Final Judgment will:

- A. Certify as the Settlement Class “[a]ll Persons who were participants in or beneficiaries of the Avon Personal Savings Account Plan at any time from July 31, 2006 through February 29, 2016, and whose Plan accounts included investments in the Avon Stock Fund.”;

¹ Capitalized terms used herein are defined in the Amended Settlement Stipulation (Dkt. No. 61-1).

² The Parties conferred on September 6, 2016, and Defendants’ Counsel agreed that Defendants would not oppose Plaintiffs’ Motion.

³ Blanks remain in ¶¶ 13 (amount of Case Contribution Awards), 14 (amount of attorneys’ fees), 15 (amount of expenses reimbursed), and 16(d) (number of objections filed).

- B. Appoint Named Plaintiffs Kay E. Comstock, Mark Jacobs, Kathleen A. McCoy, Frank Pacific, George Poovathur and Katherine C. Walker as Class Representatives for the Settlement Class;
- C. Appoint Zamansky LLC and Stull, Stull & Brody as Class Counsel pursuant to Fed. R. Civ. P. 23(g);⁴
- D. Find that the Notice Plan has been effectuated and that it fully satisfied the requirements of Federal Rules of Civil Procedure 23 and the requirements of due process;
- E. Approve the proposed Settlement as fair, reasonable and adequate to the Settlement Class;
- F. Approve the Plan of Allocation as fair, reasonable and adequate to the Settlement Class; and
- G. Find that Defendants complied with the Class Action Fairness Act.

The grounds for the Motion are set forth in the Joint Declaration of Michael J. Klein and Samuel E. Bonderoff In Support of Plaintiffs' (1) Unopposed Motion for Final Approval of Settlement, Certification of Settlement Class and Approval of the Plan of Allocation, and (2) Motion for An Award of Attorneys' Fees, Reimbursement of Expenses and Case Contribution Awards to Named Plaintiffs, and all of the exhibits attached thereto, and the supporting Memorandum of Law filed concurrently with this Motion.

⁴ By Order entered April 8, 2015, the Court previously appointed Zamansky LLC and Stull, Stull & Brody Interim Co-Lead Class Counsel (Dkt. No. 25, ¶ 4).

Dated: September 6, 2016

By: /s/ Samuel E. Bonderoff
Samuel E. Bonderoff

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